

In re:

BLOCKFI INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 22-19361 (MBK)

Jointly Administered

ORDER GRANTING THE SECOND INTERIM APPLICATION FOR ALLOWANCE OF FEES AND REIMBURSEMENT OF EXPENSES OF GENOVA BURNS LLC, AS LOCAL COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED FOR THE PERIOD OF MAY 1, 2023 THROUGH AND INCLUDING JULY 31, 2023

The relief requested on the following pages is hereby GRANTED.

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: BlockFi Inc. (0015); BlockFi Trading LLC. (2487); BlockFi Lending LLC (5017); BlockFi Wallet LLC (3231); BlockFi Ventures LLC (9937); BlockFi International Ltd. (N/A); BlockFi Investment Products LLC (2422); BlockFi Services, Inc. (5965) and BlockFi Lending II LLC (0154). The location of the Debtors' service address 100 Horizon Center Blvd., 1st and 2nd Floors, Hamilton, NJ 08691.

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

Caption in Compliance with D.N.J. LBR 9004-1(b)

<p>BROWN RUDNICK LLP Robert J. Stark, Esq. Kenneth J. Aulet, Esq. Bennett S. Silverberg, Esq. Seven Times Square New York, NY 10036 Telephone: (212) 209-4800 Fax: (212) 209-4801 Email: rstark@brownrudnick.com kaulet@brownrudnick.com bsilverberg@brownrudnick.com</p> <p><i>Counsel for the Official Committee of Unsecured Creditors</i></p> <p>-and-</p> <p>GENOVA BURNS LLC. Daniel M. Stolz, Esq. Donald W. Clarke, Esq. Gregory S. Kinoian, Esq. 110 Allen Rd., Suite 304 Basking Ridge, NJ 07920 Telephone: (973) 230-2095 Fax: (973) 533-1112 Email: DStolz@genovaburns.com DClarke@genovaburns.com GKinoian@genovaburns.com</p> <p><i>Local Counsel for the Official Committee of Unsecured Creditors</i></p>	<p>BROWN RUDNICK LLP Stephen D. Palley, Esq. 601 Thirteenth Street, NW Washington, DC 20005 Telephone: (617)536-1766 Fax: (617)289-0466 Email: spalley@brownrudnick.com</p>
--	---

Upon consideration of the *Second Interim Application for Allowance of Fees and Reimbursement of Expenses of Genova Burns LLC, as Local Counsel to the Official Committee of Unsecured Creditors for Services Rendered and Reimbursement of Expenses Incurred for the Period of May 1, 2023 Through and Including July 31, 2023* (the “Application”);² and this Court having previously authorized the retention and employment of Genova Burns LLC to serve as Local Counsel to the Committee in the above-captioned Chapter 11 Cases;³ and it appearing that all of the requirements of sections 327, 328, 330, and 331 of the Bankruptcy Code, as well as Rule 2016 of the Bankruptcy Rules and the Local Rules of this Court have been satisfied; and it further appearing that the fees and expenses incurred were reasonable and necessary; and proper and adequate notice of the Application has been given and that no other or further notice is necessary; and no objections or other responses having been filed with regard to the Application,

IT IS HEREBY ORDERED THAT:

1. The Application is hereby approved.
2. Genova Burns LLC is hereby granted allowance of compensation for professional services provided in the amount of \$ _____ and reimbursement of actual and necessary expenses in the amount of \$ _____.
3. The Debtors are hereby authorized and directed to remit to Genova Burns LLC the full amount of the fees and expenses set forth in paragraph 2 of this Order less any and all amounts previously paid on account of such fees and expenses.

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Application.

³ See *Order Authorizing Retention of Genova Burns LLC for the Official Committee of Unsecured Creditors of Blockfi Inc, et al* [Docket No. 543].

4. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation or interpretation of this Order.

17226158v1 (25400.001)